

EMPOWER INDIA LIMITED

ANNUAL REPORT

FY 2021-22



CHAIRMAN SPEECH

Esteemed Shareholders, my colleagues on the Board, distinguished ladies, and gentlemen. Once again, a very warm welcome and good afternoon to all of you. We hope you and your families are healthy and safe. On behalf of all the Empower India Limited board members, I would like to welcome you to the 40th Annual General Meeting of Empower India Limited. Thank you for joining us today.

Our approach in the digital ecosystem leads the customers to believe in the idea of a virtual reality that will provide real-time, everyday solutions. Dynamics of the digital community must be applied in a constructive and effective manner to gain business. This approach results in enhanced productivity along with innovative perception of the digital technologies.

I extend my gratitude to the various Regulatory authorities, Company's valued customers, suppliers, vendors, investors, bankers and shareholders for their consistent and resolute co-operation and trust.

And finally, I take this opportunity to thank the Board Members once again and particularly the distinguished Independent Directors for their continued leadership and unwavering support to the Company and its employees. They are always there for us for invaluable guidance and counsel on a myriad of topics, and I truly value their partnership which holds the company to the highest governance and compliance standards.

I wish and pray that this world emerges victorious from the crisis created by the pandemic. I urge each one of you to stay safe and take care of your loved ones.

Before concluding, I once again wish to convey my sincere thanks to the dedicated employees of Company. Without their efforts and commitment, the Company could not have performed and sustained during these challenging conditions. I would also like to thank the leaders and management, for their continued strong and unequivocal support.

Thank you!

CORPORATE INFORMATION



BOARD OF DIRECTORS

Pankaj Mishra	Non-Executive Director, Chairman
Rajgopalan Iyengar	Executive Director
Mohd. Zulfeqar Khan	Executive Director
Jyoti Jaiswar	Non- Executive Independent Director
Rani Challayesteru	Non- Executive Independent Director

KEY MANAGERIAL PERSONNEL

Mohd. Zulfeqar Khan	Managing Director
Rajgopalan Iyengar	Chief Financial Officer
Kavita Yadav	Company Secretary and Compliance officer

AUDIT COMMITTEE

Rani Challayesteru	Chairman
Jyoti Jaiswar	Member
Pankaj Mishra	Member

NOMINATION AND REMUNERATION COMMITTEE

Rani Challayesteru	Chairman
Jyoti Jaiswar	Member
Pankaj Mishra	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Rani Challayesteru	Chairman
Jyoti Jaiswar	Member
Pankaj Mishra	Member

RISK MANAGEMENT COMMITTEE

Rajgopalan Iyengar	Chairman
Jyoti Jaiswar	Member
Rani Challayesteru	Member

STATUTORY AUDITOR

Tejas Nadkarni & Asscoites
Chartered Accpuntant

SECRETARIAL AUDITOR

H. Nitin & Associates
Company Secretaries

INTERNAL AUDITOR

M/s. Rishi Sekhri and Associates,
Chartered Accountant



REGISTRAR & SHARE TRANSFER AGENT

**Purva Sharegistry (India) Private Limited**

#9, Shiv Shakti Industrial Estate, Ground Floor, J. R.

Boricha Marg, Lower Parel (E), Mumbai-400 011.

Website: www.purvashare.com

Email: support@purvashare.com

Phone: 022- 2301 2517/ 8261

INVESTOR CORRESPONDENCE

25/25A, 2nd Floor, 327, Nawab Building, D. N. Road, Fort, Mumbai, Maharashtra, 400001

Email: investors@empowerindia.in

Phone: +91 9702003139

REGISTERED OFFICE**Empower India Limited**

25/25A, 2nd Floor, 327, Nawab Building, D. N. Road, Fort, Mumbai – 400001

CIN: L51900MH1981PLC023931

Email: info@empowerindia.in

Phone: 022- 22045055, 22045044

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**BANKERS**

Bank of Baroda

Bank of India

Dena Bank

Dhanlaxmi Bank

ING Vysya Bank

Oriental Bank of Commerce

Punjab National bank

Yes Bank



OUR SUBSIDIARIES



Empower Bollywood

The say life of a struggling artist is laborious. Making connections in today's industry is as difficult as sailing the sea in an egg shell. We, at Empower Bollywood aim at providing a unique digital platform for aspiring talents to help them build an influential place in the industry without getting dispirited. It is a portal where talent seekers are looking for raw and contemporary artists seeking a place in the film industry



Empower Biz

Empower's Business Intelligence App (EmpowerBiz) , which promises business cards – stores and automatically updates the business cards you receive, and lets you share your own business card directly from your phone. While in the early innings of delivering on many initiatives, EmpowerBiz, a free Mobile application, works to empower users to easily connect with the people and content necessary to make work happen.



Empower Tradex

The digital world is evolving. TradEx desires to achieve a reliable trade exchange platform where exchanging goods and services can be made possible at fair values. We have explored different grounds for building a strong footing in the industry. Increasing cash flow, sales and gaining an upper hand over the competitors by working on customer loyalty and providing reliable solutions, are few of our motives

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 40TH ANNUAL GENERAL MEETING OF THE MEMBERS OF EMPOWER INDIA LIMITED WILL BE HELD ON 30TH SEPTEMBER 2022, 2022 AT 9.00 A.M. AT SAMMELAN HALL, A101, SAMARTH COMPLEX, JAWAHAR NAGAR, GOREGAON (WEST), MUMBAI – 400 104 TO TRANSACT THE FOLLOWING BUSINESS: -

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon; and
 - b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors.
2. To re-appoint **Mr. Pankaj Mishra (DIN: 07999390)**, who retires by rotation and being eligible, offers himself for re-appointment:

“RESOLVED THAT pursuant to the provisions of section 152 of the Companies Act, 2013, **Mr. Pankaj Mishra (DIN: 07999390)**, who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby reappointed as director of the company, liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors for the time being and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

3. **Appointment of the Statutory Auditor:**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**: -

“RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, **M/s. Rishi Sekhari and Associates** Chartered Accountant, (Firm Registration No.128216W) be and is hereby appointed as the Statutory Auditors of the Company and to hold the office and conduct audit from FY 2022-23 to 2026-27 on remuneration including out of pocket expenses and other expenses as may be mutually agreed by and between the Board of Directors and the Auditor.

RESOLVED FURTHER THAT to give effect to above resolution, the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.”

SPECIAL BUSINESS

4. **To consider and approve re-appointment of Mr. Mohd. Zulfeqar Khan as Managing Director and payment of remuneration:**

In this regard, it is proposed to consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made there under, as amended from time to time, read with Schedule V to the Act, and Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if any, the consent of the Members of the Company be and is hereby accorded to re-appoint **Mr. Mohd Zulfeqar Khan** as Managing Director of the Company for a period of 5 Years with effect from

November 21, 2022 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and **Mr. Mohd Zulfeqar Khan**.

RESOLVED FURTHER THAT the Board be and are hereby authorized severally to do and perform all such acts, deeds, matters and things, as may be necessary, proper, expedient or incidental, to give effect to the above resolution.”

**By Order of the Board
For Empower India Limited**

Sd/-
Zulfeqar Khan
Managing Director
DIN: 00020477

Sd/-
Rajgopalan Iyengar
Director
DIN: 00016496

Date: 06th September 2022 | Place: Mumbai

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“THE MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other member. The instrument appointing the proxy, in order to be effective, should be deposited at the registered office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.
Corporate Members intending to send their representative to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
2. The Register of Members and Share Transfer Books of the Company will remain closed from **September 24, 2022 to September 30, 2022** (both days inclusive).
3. The additional details of the Directors in respect of Item no. 2 and 4 pursuant to Regulation 36(3) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 are annexed hereto.
4. Members holding shares in DEMAT form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to **M/s. Purva Shareregistry (India) Private Limited** / Secretarial Department of the Company immediately.
5. To support the ‘Green Initiative’, the Members who have not registered their e-mail addresses are requested to register the same with Depositories/Company. Members holding shares in Demat/Physical form are requested to notify any change in address, bank mandates, if any, and their E-mail ID for dispatch of Annual Reports and all other information, correspondences to the Company’s Registrar and Share Transfer Agent.
6. Pursuant to section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, the company is pleased to provide the facility to members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The members, whose names appear in the Register of Members/list of Beneficial Owners as on **September 23, 2022** are entitled to vote on the resolutions set forth in this Notice. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence on **September 27, 2022 at 9.00 a.m.** and will end on **September 29, 2022 at 5.00 p.m.** The Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM. The Company has appointed **Mr. Chirag Jain, proprietor of M/s. JCA & Co.** (Membership No. F11127), Practicing Company Secretary, (COP. No. 13687), to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The members desiring to vote through remote e-voting are requested to refer the detailed procedure given hereinafter.
7. Members seeking any information or clarifications on the Annual Report are requested to send their queries in writing to the Company at least one week prior to the Meeting to enable the Company to compile the information and provide replies at the Meeting. EVEN

PROCESS AND MANNER FOR REMOTE E-VOTING ARE AS UNDER:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on September 27, 2022 at 09:00 A.M. and ends on September 29, 2022 at 05:00 P.M.

The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 23, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2022.

How do I vote electronically using NSDL e-Voting system?





The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div> </div>

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43